

VERRA MOBILITY
Code of Business Ethics and Conduct for Product and Service Providers

Verra Mobility Corporation and its wholly owned direct and indirect subsidiaries and affiliates worldwide (collectively, “**VERRA MOBILITY**”) is committed to more than just adherence to laws and regulations and strives to achieve the highest level of integrity and ethics in our dealings with each other, our clients, stakeholders, the general public, and government agencies. We expect the same from our suppliers, contractors, agents, consultants, partners, and anyone with whom the VERRA MOBILITY brand may be associated (“**Providers**”). VERRA MOBILITY requires that its Product and Service Providers adhere to the following business requirements:

Compliance with Laws and Regulations

Every Provider must comply with all rules, ordinances, laws, ethical obligations regulations and stock exchange rules applicable to the Provider in the jurisdictions in which they operate (“**Applicable Standards**”). Each Provider’s employees, contractors, agents, and business activities are likewise expected to be compliant with all Applicable Standards. Please remember that the perception of compliance is often as important as actual compliance.

VERRA MOBILITY has the right to conduct various types of risk-based due diligence on any Provider at any time, which may include requesting information about the Provider, requesting copies of its compliance policies and programs, and gathering certifications and other documentation. Providers are expected to comply fully with any information requests required by VERRA MOBILITY to carry out due diligence checks, including due diligence renewal and audit requests.

Bribery or Money Laundering

As made clear in its *Anti-Bribery and Corruption Policy*, VERRA MOBILITY has zero tolerance for bribery or corruption in any aspect of its business, including any form of corruption, bribery, kickback, extortion, embezzlement, or money laundering. No Provider shall participate in, facilitate, or permit any form of such activities, whether with respect to **Public Officials**¹ or to any others. This prohibition is not only limited to those areas of business in which VERRA MOBILITY, and its Providers interact directly – VERRA MOBILITY cannot risk associating with companies who engage in this activity in any area of their business. Providers should avoid any situation that could be perceived as suspicious or unethical or indicate a casual attitude toward compliance with anti-bribery and corruption laws. Providers shall comply strictly with all Applicable Standards and with VERRA MOBILITY’s policy set forth herein as well as the United States Foreign Corrupt Practices Act, the United Kingdom Bribery Act 2010, and all applicable anti-bribery and corruption laws where VERRA MOBILITY operates.

Antitrust

Providers must comply with all Applicable Standards in the area of antitrust. Providers shall not collude with the unlawful intent to reduce competition. Further Providers shall not undertake or conspire with others to undertake unlawful action(s) with the intent to (a) fix, manipulate or restrain competitor prices or other terms of trade involving competing parties, or (b) divide territories or markets, and/or otherwise allocate customers and prospective customers, or (c) boycott certain customers or suppliers.

Trade Regulation

Providers shall comply with all Applicable Standards related to export control, sanctions and customs laws, and other regulations, including prohibitions and restrictions limiting trading countries or parties (i.e., trade law). The Provider affirms that the Provider, its beneficial owner(s), agents and any other subcontractors it employs are not listed on any applicable denied party sanction lists.

Conflict Minerals

Providers shall comply with all Applicable Standards and due diligence obligations with respect to the sourcing of minerals and materials from conflict affected regions and high-risk areas, which may contribute to human rights abuses, corruption, the financing of armed groups or similar negative effects.

Human Rights

Providers shall comply with all Applicable Standards related to the protection of human rights and take reasonable steps to ensure that there is no modern slavery or human rights abuses in any part of its business. Providers must ensure that human rights are valued and respected across their business, operations, and supply chains.

¹ Capitalized terms not defined in the text of this document are defined in the *Anti-Bribery and Corruption Policy* available at <https://verramobility.com/about/>.

Data Protection and Management

Providers shall adhere to all Applicable Standards with regard to data protection, including the security of personal data of customers, consumers, employees and shareholders when it is collected, recorded, hosted, processed, transmitted used or erased. Providers will also adhere to all Applicable Standards and contractual data retention and disposal requirements.

Confidential and Proprietary Information

Providers shall safeguard VERRA MOBILITY's confidential and proprietary information. This obligation includes using reasonable procedures to safeguard information technology systems on which VERRA MOBILITY information is stored or transmitted. In addition, Providers shall refuse any improper access to confidential or proprietary information of any other company, including our competitors and customers.

Insider Information

Providers must comply with all Applicable Standards related to insider trading and are prohibited from trading in VERRA MOBILITY stock or other securities while in possession of material nonpublic information about VERRA MOBILITY.

Intellectual Property

Providers shall respect the intellectual property rights of VERRA MOBILITY and others and shall comply with Applicable Standards related to patents, copyrights, trademarks, and trade secrets.

Lobbying Activities

No third party may conduct **Lobbying Activities** on behalf of VERRA MOBILITY absent coordination with the VERRA MOBILITY Government Relations Department and a formal written agreement with VERRA MOBILITY. Providers engaging in authorized Lobbying Activities on behalf of VERRA MOBILITY must comply with all Applicable Standards for the affected jurisdiction(s).

Promising, offering, making, or accepting, directly or indirectly, payments, gifts, concessions, or anything of value of any kind to a public official or any private individual as a means of obtaining personal or professional benefit for the Company is strictly prohibited under the United States Foreign Corrupt Practices and the United Kingdom Bribery Act 2010.

Accounting

It is VERRA MOBILITY's policy to comply with generally accepted accounting principles, rules, controls, and disclosures at all times and to ensure that our auditors are provided complete and accurate information. No Provider shall knowingly participate in any scheme to unethically avoid such accounting principles, rules, controls, or disclosures.

Providers should record accurately and fairly all transactions involving any expense on behalf of or related to VERRA MOBILITY, or any other transaction involving the disposal or transfer of VERRA MOBILITY's assets.

Government Contracting

Providers shall comply with all Applicable Standards related to the initiation, negotiation, and ongoing fulfillment of government contracts. Such compliance includes an affirmative obligation to only offer or provide contributions, gifts, gratuities or anything else of value to Public Officials as permitted by Applicable Standards. Providers shall consider the public perception associated with the provision of anything of value to any Public Official prior to providing (or offering to provide) <https://www.verramobility.com/about/> such thing of value. Under no circumstances may Provider provide anything of value, directly or indirectly, on or for the benefit of any Public Official, on behalf of or for the benefit of VERRA MOBILITY or in connection with the products or services provided for VERRA MOBILITY.

Gifts and Gratuities to VERRA MOBILITY Employees

Except for reasonable business meals, entertainment events, or promotional items, no Provider shall offer or provide to any VERRA MOBILITY employee any gift, gratuity, or other benefit. Any such meals, entertainment, and promotional items shall not be given for the purpose of securing an improper business advantage. We expect our employees to discharge their duties in an ethical manner and with the long term good of VERRA MOBILITY and its reputation in mind. We seek to avoid even the appearance of any form of favoritism or conflict of interest.

Discrimination or Harassment

No Provider shall unlawfully discriminate in hiring, employment practices, business development initiatives, or key strategic decisions on the basis of race, national origin, gender, age, sexual orientation, citizenship, marital status, disability, veteran status or religion. Providers shall provide a workplace free from unlawful harassment and that complies with Applicable

Standards relating to the workplace.

Proper Employment Practices

Providers shall comply with all Applicable Standards regarding employment, including but not limited to issues related to minimum, living or prevailing wages, maximum work hours, overtime, and benefits. Providers shall be mindful of and encourage dignity and respect for the individual.

Immigration Laws

Providers shall only employ individuals with a legal right to work in the country in which such individual’s work is performed and shall affirmatively validate each employee’s legal eligibility to work.

Safe Work Environment

Providers shall maintain a safe and sanitary workplace that includes appropriate protective equipment. Each workplace shall be in compliance with applicable environmental, health and safety laws.

Conflict of Interest

Providers shall immediately disclose to the parties listed at the end of this document any actual or potential conflict of interest related to its business with VERRA MOBILITY. A conflict of interest is any personal or financial interest, any business or personal activity or relationship, prior or current engagement, or any obligation that may interfere with the ability to objectively perform duties and responsibilities or impair independence and objectivity. Such conflict-of-interest situations include critical relationships such as a relationship by blood or marriage, partnership, participation or an investment in business partners or competitors.

Suspected Noncompliance

All Providers shall promptly evaluate and resolve any suspected incidents of noncompliance with Applicable Standards. Providers are expected to report such noncompliance matters affecting VERRA MOBILITY (including any matters wherein compliance may be called into question) to the parties listed at the end of this document.

Communication

Providers are expected to communicate and uphold the standards set forth herein with their employees, contractors, and agents.

Applicability and Compliance

This Code of Business Ethics and Conduct applies to all Providers who have a business relationship with VERRA MOBILITY. In conducting business with or on behalf of VERRA MOBILITY, the Provider shares the responsibility for fully implementing VERRA MOBILITY’s ethical and lawful business practices. We are committed to ethical and lawful business practices and reserve all rights to take corrective action if a Provider does not meet the requirements set forth in this Code, and further reserve all remedies and defenses available to VERRA MOBILITY. Corrective action may include, but is not limited to, terminating any relevant agreements or orders for cause, and severing business relationships due to non-compliance.

CERTIFICATION

I am authorized to make the following certification on behalf of the below listed company. I have reviewed and understand this *Code of Business Ethics and Compliance for Product and Service Providers* and agree on behalf of my company to comply with its terms at all times while providing products or services to VERRA MOBILITY. In addition, I have accessed VERRA MOBILITY’s *Code of Business Ethics and Conduct* and *Anti-Bribery and Corruption Policy* at <https://verramobility.com/about/>. I have reviewed these documents, acknowledge their requirements, and agree that my company will abide by them.

Signature

Company

Printed Name

Date

Title

If you have questions or concerns regarding any matter discussed in this Code, please contact:

VERRA MOBILITY

Office of the Chief Legal Officer or Compliance

Department Phone: (480) 443-7000

Email: VMCompliance@verramobility.com

Potential violations of the Applicable Standards addressed in this Code may be reported to the VERRA MOBILITY EthicsLine at (844) 927-2814, or online at www.ethicsline.verramobility.com.